

X-MEN

MARVEL COMICS GROUP™



25¢ 89
AUG
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X-MEN™

NOW STRIKES THE
SUB-HUMAN!

WITH EVERY
BLAST--EVERY
BLOW--HE
JUST GROWS
STRONGER--
STRONGER!



THE INSULT THAT MADE A MAN OUT OF "MAC"



CHARLES ATLAS, Dept. 60 U
115 East 23rd St., New York, N.Y. 10010

Dear Charles Atlas: Here's the kind of Body I Want.

(Check as many as you like)

- Broader Chest and Shoulders
- More Energy and Stamina
- Iron-hard Stomach Muscles
- More Magnetic Personality
- Tireless Legs
- More Weight—Solid—in the Right Places
- Slimmer Waist and Legs

I enclose 10c. Please send me a copy of your famous book showing how "Dynamic-Tension" can make me a new man. 32 Pages, crammed with photographs, answers to vital health questions, and valuable advice. This does not obligate me in any way.

Print Name..... Age.....

Address..... Zip Code.....

In England: Charles Atlas, 31 Poland St., London, W.1

Let Me PROVE I Can Make YOU A NEW MAN!

ARE you "fed up" with seeing the huskies walk off with the best of everything? Sick and tired of being soft, frail, skinny—or flabby—only HALF ALIVE? I know just how you feel. Because I myself was once a puny 97-pound "runt." And I was so ashamed of my scrawny frame that I dreaded being seen in a swim suit.

The Secret of How I Got My Build

Then I discovered a wonderful way to develop my body fast. It worked wonders for me—changed me from the scrawny "runt" I was at 17, into "The World's Most Perfectly Developed Man." And I can build up YOUR body the very same natural way—without weights, springs or pulleys. Only 15 minutes a day of pleasant practice—in the privacy of your room.

My "Dynamic-Tension" method has already helped thousands of other fellows become real he-men in double-

quick time. Let it help YOU. Not next month or next year—but Right NOW!

"Dynamic-Tension" Builds Muscles FAST!

If you're like I was, you want a powerful, muscular, well-proportioned build you can be proud of any time, anywhere. You want the "Greek-God" type of physique that women rave about at the beach—the kind that makes other fellows green with envy.

Mail Coupon Now for My 32-Page Illustrated Book

Mailing the coupon can be the turning point in your life. I'll send you a copy of my 32-page illustrated book, "How Dynamic-Tension Makes You a NEW MAN." Tells how and why my method works; shows many pictures proving what it has done for others. Don't delay. Mail coupon NOW. CHARLES ATLAS, Dept. 60 U 115 E. 23rd St., New York, N.Y. 10010.

STAN LEE PRESENTS: X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"NOW STRIKES...THE SUB-HUMAN!"

MIDNIGHT!
...AND A ROLLING,
RUMBLING SUBWAY
TRAIN SPEEDS THRU
THE LABYRINTHINE
TUNNELS THAT WIND
BENEATH THE STREETS
OF THE SPRAWLING
CITY, WHEN
SUDDENLY...

WHAT IN...?
DIRECTLY
AHEAD OF
US...!!

SOME WEIRD,
TOWERING
FIGURE APPEARED
OUT OF NOWHERE...
RIGHT IN THE MIDDLE
OF THE TRACKS!

FACE FRONT!

...CAUSE STAN LEE'S
CREATIVE COMBO OF
ROY THOMAS AND
DON HECK HAS
DONE IT AGAIN!!

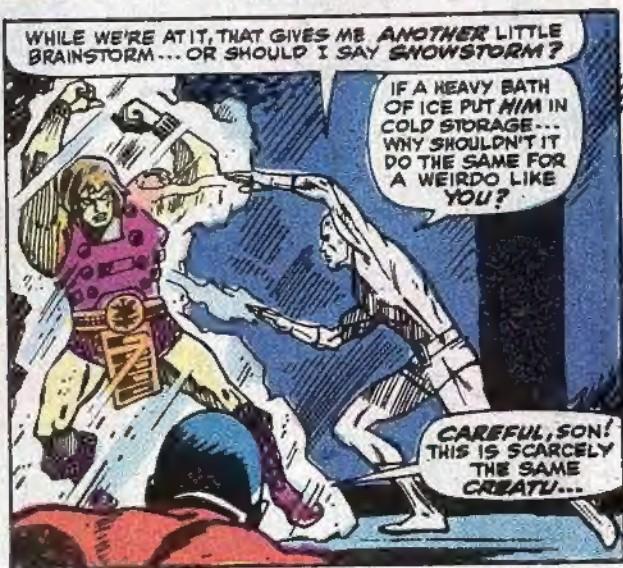
DONE WHAT? DON'T BOTHER
ASKING GEORGE TUSKA,
INKER, OR SAM ROSEN,
LETTERER... 'CAUSE THEY'LL
NEVER TELL!

AND, WITH THAT
STARTLED OUT-
BURST FROM AN
AMAZED TRAINMAN,
OUR PULSE-POUND-
ING EPIC BEGINS...!!

ORIGINALLY PRESENTED IN X-MEN #44

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Imitation white plaster arm cast complete with arm sling. Looks like the real thing! Fits teenagers or adults. A4
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We cannot accept orders totaling less than \$1.00.

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Manage in the Majors with STRAT-O-MATIC BASEBALL

Play the original
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in every Big League ballpark in the country.

Ever wonder why the experts do so poorly when it comes time to pick the Pennant winners every spring? It's because ballgames are decided by more than the "paper skills" of the players. Strategy and "breaks" often put a ballgame in the won or lost column. And that's the way we designed STRAT-O-MATIC. So players' abilities count heavily—but so does strategy and Lady Luck. You probably couldn't win a Pennant with the longshot San Diego Padres—but your daredevil managing might move them up higher in the standings than the experts predicted.

Like on the diamond, STRAT-O-MATIC begins when you make up your lineup. You know southpaw fastballer Mickey Lolich will be on the mound for Detroit against your Baltimore Orioles. Do you bench fence-bustin' portside Boog Powell and play the righty-lefty percentages by putting righty Earl Williams in your lineup? YOUR decision might mean the ballgame.

YOU CALL THE SHOTS

What do you do when the hitters begin to peck away at your tiring starting pitcher in the late innings? Maybe you should give him the hook with the heavy artillery on deck. But who do you bring in from the bullpen—the flame throwing rookie with the gaudy K record—or the wily vet who keeps the ball down and makes 'em hit it into the dirt? In



tell you whether you made the right decision. Would you dare cross up the Mets by having Hammerin' Hank Aaron lay down a bunt to spoil ace Tom Seaver's no-hitter? Or how about sending aging base thief Lou Brock to second with rifle-armed Johnny Bench behind the bat? Suicide? Did you ever think the Reds might get careless about holding Brock on because they're overconfident?

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Exclusive STRAT-O-MATIC features for '74:

- Pitcher's stamina factor now computed into pitching records.
- Individual batter's performances computed against righty and lefty pitching.
- Each pitcher rated against both righty and lefty batters.

STRAT-O-MATIC. YOU'RE the manager. It's YOUR decision. A good Big League Manager knows when to play his hunches—and when to play percentages. How about you? A roll of the dice will

You really have to manage in STRAT-O-MATIC—take charge. The bows for winning are all yours—and so are the raps for losing. Only STRAT-O-MATIC gives you this kind of on-field realism. It's not just a game of luck, or statistics (although no other game comes close to computing ALL the vital facts into their game). STRAT-O-MATIC is the game that's been getting fans involved in every element of Major League Baseball for 10 years.

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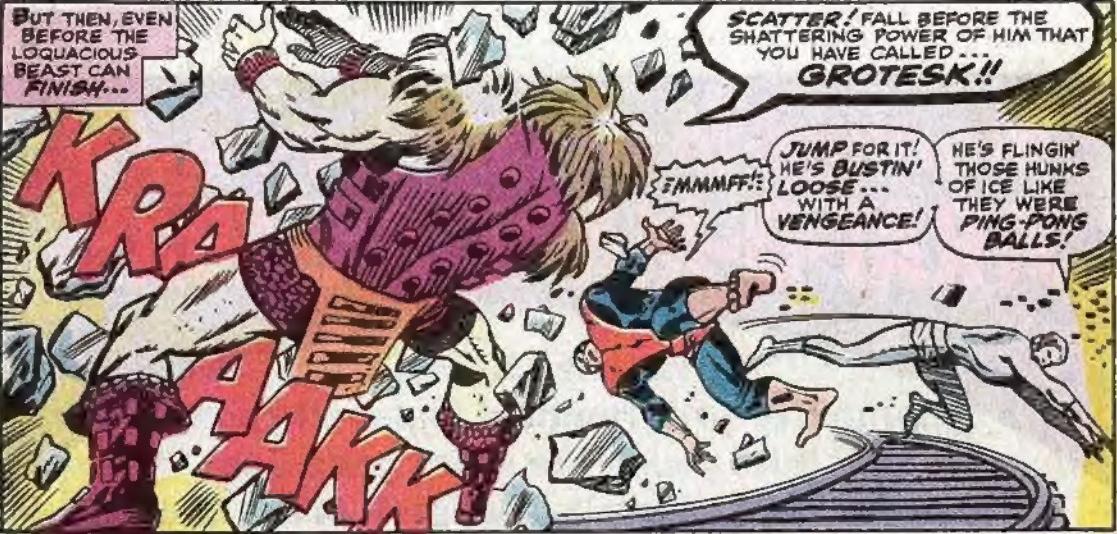
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Please send me free brochure including samples of STRAT-O-MATIC Baseball, I enclose 10 cents to cover postage and handling.

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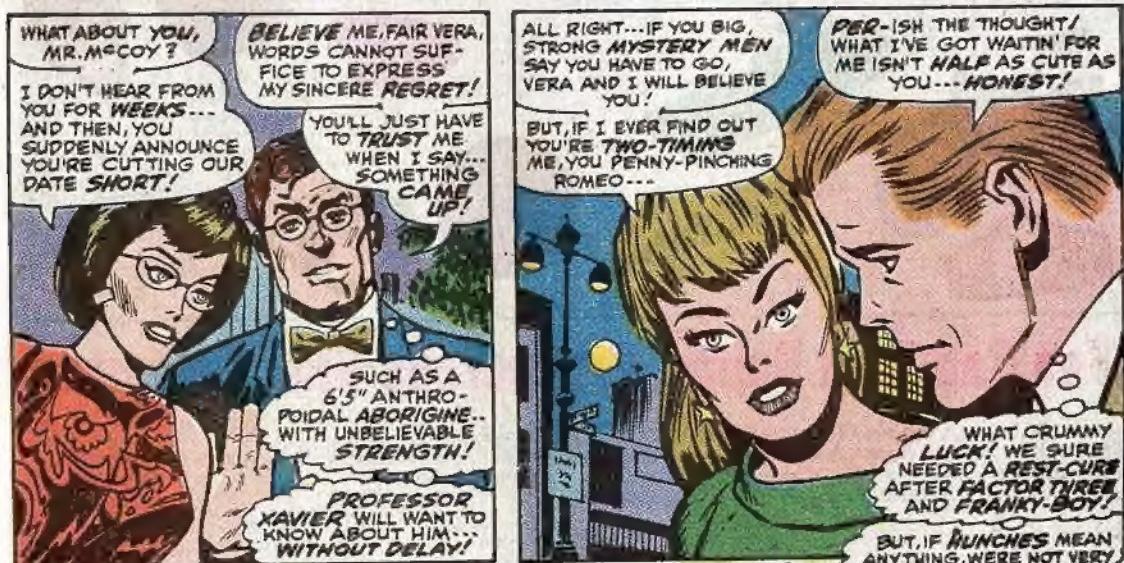
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In less than 24 hours you can learn the fantastic secrets of self-defense and you'll never be afraid again! This unique Home Course will reveal hundreds of fighting secrets that you can put to immediate use. Easy and exciting to learn, you'll be able to master any difficult situation. In less than 15 minutes a day, the knowledge of the World's Top Fighting Experts can be Yours!

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your age or build YOU CAN BECOME MORE POWERFUL THAN ANY MAN!

We'll help you to become aware of the destructive forces you already possess. We'll teach you to channel your forces so that you'll be able to disarm any attacker, whether carrying a knife, gun or chain!

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- Destroy any attacker in seconds, even two or three attackers at once!
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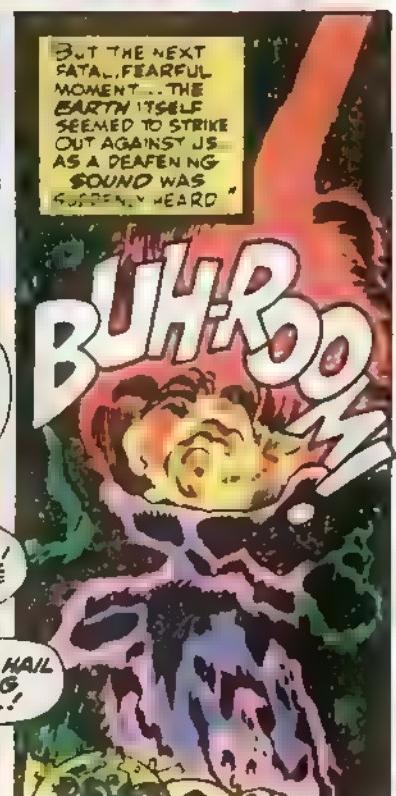
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Please send me all that Free Fantastic Information plus a Free Colorful Brochure — that will show me how to become a Self Defense Fighting Expert!! Enclosed you'll find 25¢ to help cover postage and handling.

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Address _____

City _____ State _____ Zip _____



"AND IN THAT SINGLE SHATTERING INSTANT... THE ENTIRE WORLD AS WE KNEW IT CAME CRASHING DOWN ABOUT US."

"WAIT, MY PEOPLE! DO NOT RUN... YOU MUST NOT PANIC!"

"I--PRINCE GOR-TOK-- COMMAND YOU TO STAND YOUR GROUND AGAINST WHOEVER ATTACKS US!"

KRUMM MR BLEH!

"IT IS NO USE, MY PRINCE! EVEN THE SON OF KING KRONO CANNOT-- EAAARRN!"

"THEN AS THE VIOLENT TREMBLING ABRUPTLY CEASED... I, WHO HAD BEEN PRINCE OF A GREAT PEOPLE... CALLED OUT TO THE PITIFUL REMNANT WHO SURVIVED..."

DO NOT DESPAIR, MY SUBJECTS WE SHALL DISCOVER WHO HAS SO TREACHEROUSLY ATTACKED US IN THIS WAY...

AND WE SHALL MERCILESSLY DESTROY THEM!

FOR THERE ARE OTHER CITIES OF OUR NUMBERLESS RACE... THRUOUT THE MILLION CAVERNS OF THIS PLANET!

"BUT THEN IN THE WAKE OF THE MIGHTY BLAST CAME... THE SICKNESS! THE ILLNESS THAT SPREAD LIKE CAVE-FIRE... THROUGH ALL THE CITIES OF MY DOOMED RACE!"

"AND ONE OF THE LAST TO GO WAS MY OWN PRINCESS-- THE LOVELY NGAR!"

YES.. NOW I FULLY REMEMBER THOSE FEAR-FILLED DAYS... WHICH I NOW KNOW WERE BROUGHT UPON MY PEOPLE BY THE HATED CREATURES OF THE OUTER WORLD!

YET, EVEN SO. WHAT GOOD DOES THAT KNOWLEDGE DO ME AS I WANDER THROUGH MEASURELESS CAVERNS BENEATH THEIR TEEMING CITIES?

FOR I AM... ALONE! AND ALONE I SHALL EVER REMAIN!

BUT, I WAS CHANGED BY THE RADIATION... CHANGED, AS THOUGH FATE DECREED THAT ONE OF MY RACE SHOULD SURVIVE TO BREAK AN AWESOME REVENGE!

I, WHO WAS ONCE FAR MORE AM NOW LESS THAN HUMAN! I AM... GROTESK-- THE SUB-HUMAN!

BUT, IT WAS THE HUMAN'S ATOMIC RADIATION THAT MADE ME SO. THAT KILLED MY FATHER. MY PRINCESS... ALL MY ONCE-PROUD RACE!

AND THIS I SWEAR... I, WHO WAS ONCE A PRINCE...

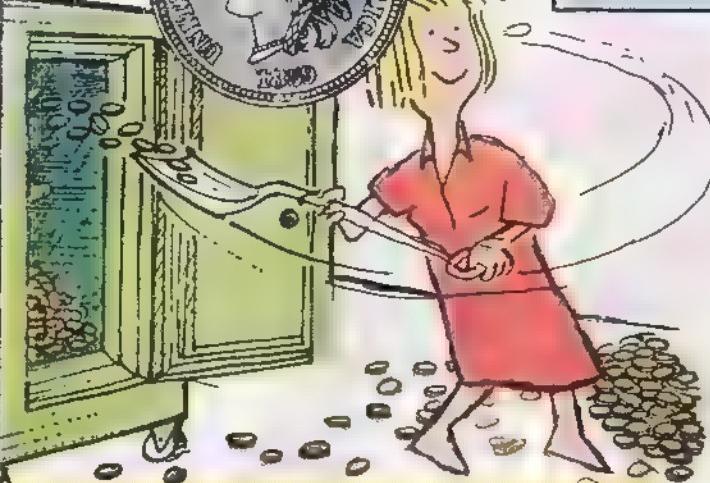
--THAT, IN DYING, I SHALL FIND A WAY TO DESTROY THE OUTER WORLD WITH ME!

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and LINCOLN CENTS

by the Pound!

Dated from the 1880's thru the 1930's



Sacks and Sacks of cents have been accumulating in my coin vaults for many years. I can't spend weeks or months cataloging, grading & pricing thousands and thousands individually...so... I'm going to sell them by the pound!

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Please send me: Sample Sack (\$3) 1 Pound (\$10)

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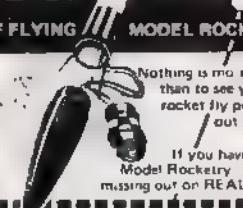
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ALL RIGHT CYCLOPS... IT'S YOUR TURN! LET'S SEE WHAT YOU CAN DO!

USE YOUR OPTIC BEAM... AT ITS MOST NARROW... TO NUDGE OPEN THE LOCK ON THAT DOOR

THE PROFESSOR SEEMS TENSE... SHORT-TEMPERED TODAY!

IS IT THE STRAIN HE'S BEEN UNDER LATELY... OR IS IT SOMETHING ELSE?

I SAID TO NUDGE IT, SCOTT... NOT SMASH IT TO BITS!

BRAKES!

I'M... SORRY, SIR!

BLAST IT! I WAS THINKING ABOUT THE PROFESSOR AND USED TOO MUCH POWER!

AND NOW WHAT ABOUT YOU, WARREN? YOUR TEST IN Evasion TACTICS IS SCHEDULED NEXT!

REMEMBER... YOU'RE TO FLY WITH YOUR HANDS AT YOUR SIDE... AS AN EXERCISE IN AERIAL MANEUVERABILITY!

YES SIR! HOW'S THIS?

EXCELLENT, ANGEL! YOU DODGED THOSE FORCE BEAMS WHILE FLYING AT ALMOST FULL SPEED!

GOOD! MAYBE THAT'LL TAKE SOME OF THE HEAT OFF POOR SCOTTY!

AFTER ALL, ANYBODY CAN MAKE A MISTAKE

AND SO THEY CAN... FOR THE NEXT SECOND...

WHOOOSH!

WOW...? TREMENDOUS SUCTION! IT CAUGHT ME BY SURPRISE!

CAN'T STOP... BEING PULLED INTO THAT DUCT!

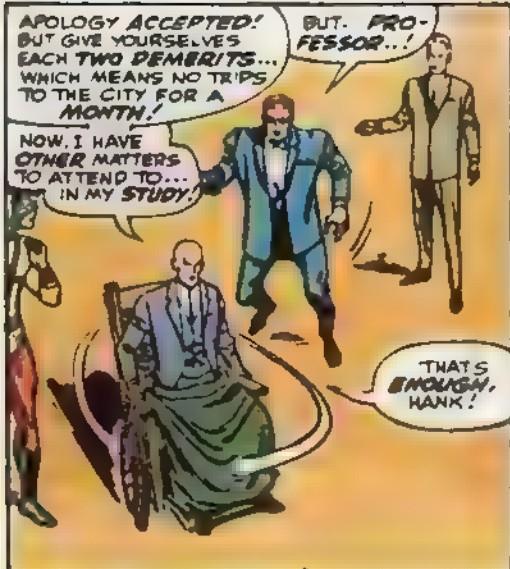
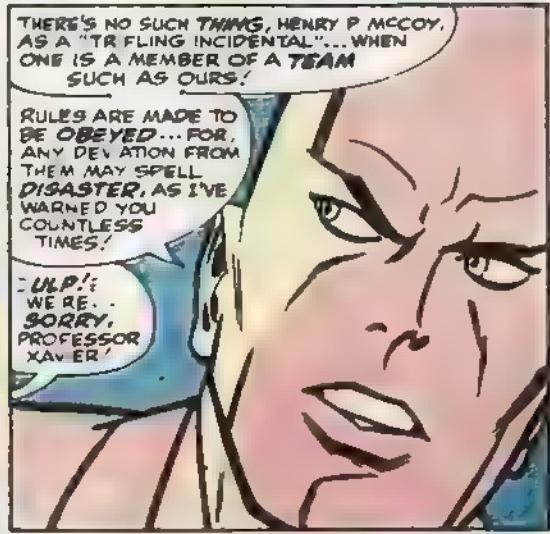
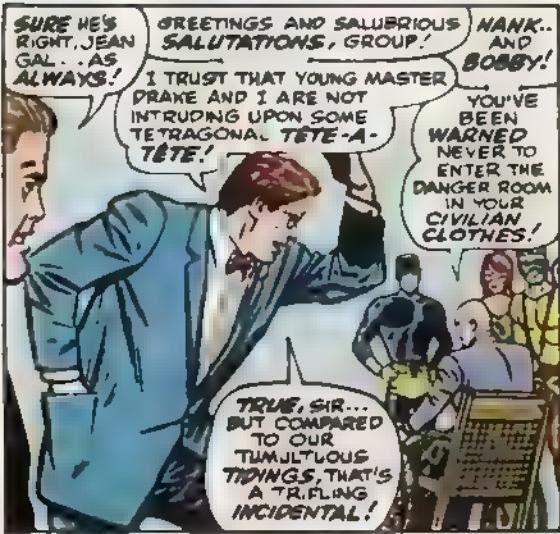
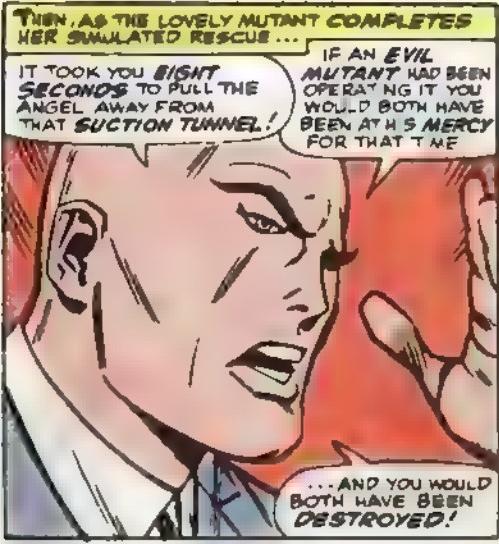
RESUE HIM WITH YOUR LEVITATIONAL POWERS, MARVEL GIRL... QUICKLY!

I'M DOING MY BEST, PROFESSOR!

FASTER... FASTER!

THAT'S NOT GOOD ENOUGH... NOT YET!

IN HIS PRESENT STATE, ANGEL'S HELPLESS... AT THE MERCY OF ANY ENEMY!



BUT, MOMENTS LATER, IT IS A FAR DIFFERENT CHARLES XAVIER WHO CONFRONTS A PUZZLED MARVEL GIRL...

I'M SORRY I GOT A BIT CARRIED AWAY JUST NOW, JEAN!

I KNOW, SIR, AND YET

STILL, IT'S ESSENTIAL THAT THE X-MEN ACT AS A PERFECT TEAM... NOW, MORE THAN EVER!

...F ONLY YOU'D TELL THE OTHERS WHAT YOU RECENTLY TOLD ME...

NO, JEAN! YOU'LL HAVE TO TRUST MY JUDGMENT! THE OTHER X-MEN MUST KNOW NOTHING OF... THAT MATTER!

AND NOW, ARE YOU READY TO CONTINUE OUR EXPERIMENTS?

YES, PROFESSOR!

GOOD! FOR, EVEN WE CANNOT BE CERTAIN HOW UNIMAGINABLY VITAL THEY MAY BE...

WHILE, IN ANOTHER ROOM...

IS IT JUST ME... OR HAS THE PROFESSOR BEEN EXTRA TENSE LATELY... MORE DEMANDING THAN EVER?

YOU'RE NOT JUST CHIRPIN', JUNIOR BIRDMAN!

WHAT WAS IT YOU WANTED TO SAY TO HIM, HANK?

HUH? OH... IN MY EGO-DEFLATED STATE, I ALMOST FORGOT!

SETTLE BACK, LITTLE BUDDIES... WHILE I RELATE A REAL BELIEVE-IT-OR-NOT...

HOWEVER, SINCE WE'VE ALREADY HEARD THAT ONE, LET'S SWITCH TO A SCENE AT ARCHER COLLEGE, IN THE HEART OF MANHATTAN...

SURELY, DR HUNT, YOU DON'T EXPECT US TO ACCEPT WHAT YOU'VE JUST TOLD US!

IT'S TRUE... EVERY WORD OF IT!

AND, I'M PREPARED TO PROVE WHAT I SAID HERE AND NOW!

BUT... TO CREATE EARTH TREMORS... WITH A MACHINE CALLED A NUCLEAR OSCILLATORIUM!

IT'S IMPOSSIBLE... AND YOU KNOW IT!

DO I? THEN, GIVE ME YOUR UNDIVIDED ATTENTION FOR A FEW MINUTES, MY SKEPTICAL FRIENDS...

...AND I'LL PROVE TO YOU THAT EVEN A COLLEGE BOARD OF TRUSTEES CAN BE MISTAKEN!

ALL RIGHT, DR. HUNT... IN VIEW OF YOUR PAST ACCOMPLISHMENTS!

BUT, IF YOU CAN'T PRODUCE A MILD EARTH TREMOR, YOU'RE TO STOP DISCUSSING YOUR FAR-FETCHED THEORIES IN YOUR CLASSES!

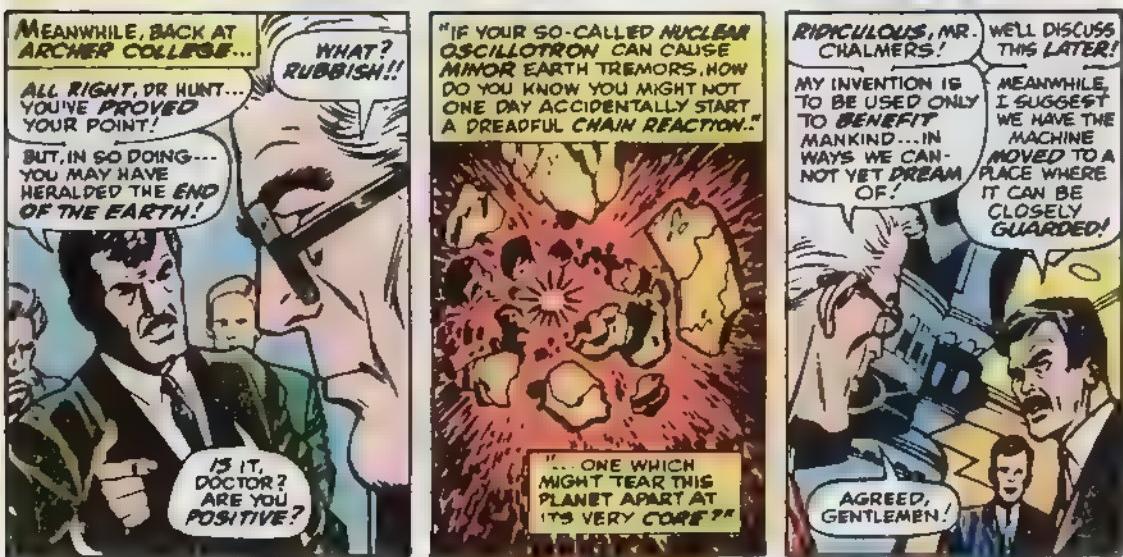
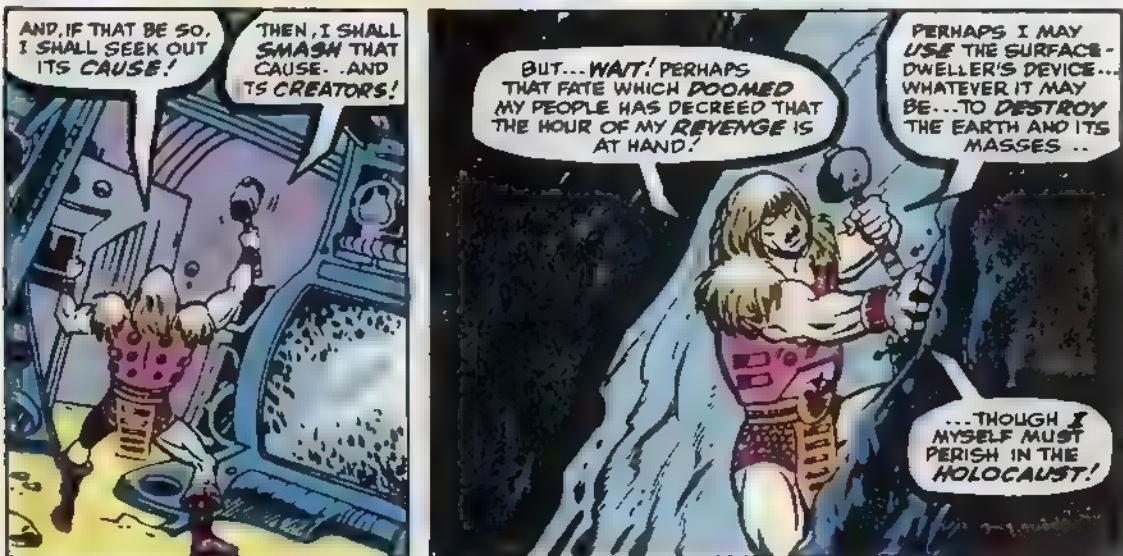
FAIR ENOUGH!

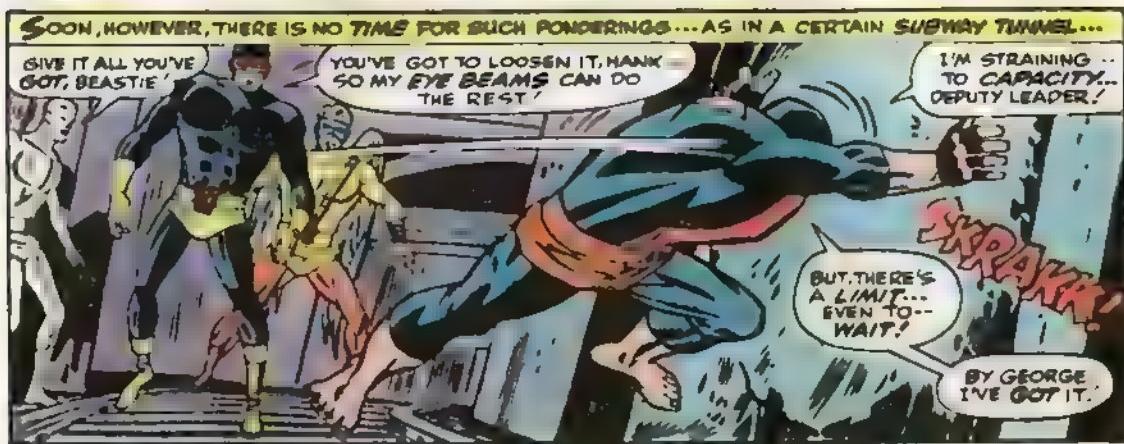
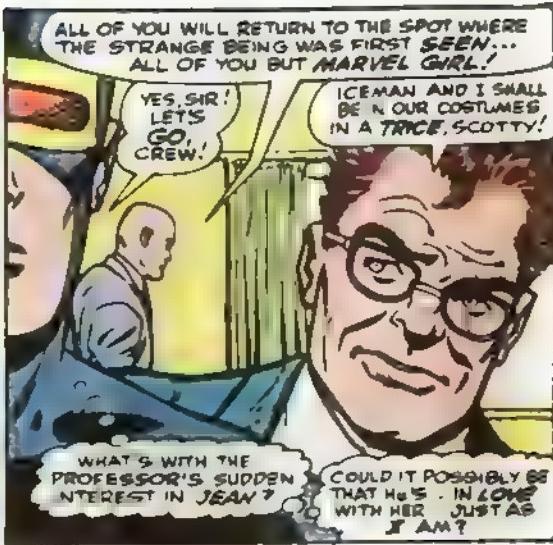
THUS IT IS THAT, SECONDS AFTERWARD, IN A DARKENED CAVERNS FAR BELOW THE CITY...

ANOTHER EARTH TREMOR!

RRUMMM

YET, I CAME HERE... OF ALL PLACES WHERE ONCE MY PEOPLE DWELT... BECAUSE THERE ARE NO EARTHQUAKES HERE!





THEN, AS THE X-MEN ENTER THE OMINOUS, CRUMBLING RUINS...

AMAZING! SOME ALIEN CIVILIZATION MUST HAVE EXISTED HERE... BENEATH OUR VERY FEET!

AND NOW IT LIES IN DESOLATE DECAY... AS IF ABANDONED FOR YEARS.

WHAT'S MORE, HANK IT SEEMS TO EXTEND AS FAR AS THE EYE CAN SEE!

BUT, WHERE'S WARREN? HE'D BE NO MATCH FOR GROTESK... EVEN IF HE FOUND HIM!

THERE HE IS... SNOOPING AROUND LIKE A LITTLE LOST CANARY!

HAN, WHILE YOU THREE WERE PLODGING ALONG I'VE SEARCHED EVERY MACH OF THIS PLACE

UP TO A POINT JUST AHEAD WHERE IS REALLY SEALED OFF!

AND, IT APPEARS OUR WEIRD FRIEND HAS FLOWN THE COOP!

SOON, WHEN THE ANGEL'S VIEWS HAVE BEEN CONFIRMED...

I REALIZE, KIND SIRS, THAT THE OLFACTORY PROCESSES ARE NOT CURRENTLY HELD IN HIGH ESTEEM BY LESSER LIGHTS THAN I...

BUT, MY SENSE OF SMELL TELLS ME THAT GROTESK WAS HERE... AND RECENTLY!

THEN WE'VE GOT TO TELL THE PROFESSOR WE'VE FOUND HIS LAIR!

NO GOOD, LEADER MAN! I TRIED CONTACTING HIM ALREADY...

AND THERE'S TOO MUCH RADIACTIVITY TO USE OUR WRIST-RADIOS!

YET WHY DOESN'T THE PROFESSOR CONTACT US... AS HE COULD EASILY DO BY MENTAL TELEPATHY?

YOUR GUESS IS AS GOOD AS MINE, HANK.

MAYBE THERE'S SOMETHING ABOUT THIS PLACE THAT BLOCKS HIS MENTAL POWERS... OR MAYBE HE'S GOT OTHER THINGS ON HIS MIND!

IN EITHER CASE WE'VE GOT TO GET IN TOUCH WITH HIM SOMEHOW!

ANGEL, YOU AND ICEMAN GET BACK TO THE SCHOOL... WHILE THE BEAST AND I WAIT HERE!

YEAH, BUT THEN IF THAT OVER-GROWN MOP-HEAD COMES BACK, WE'LL MISS ALL THE FUN!

THERE'S NO FUN IN STORE FOR ANY OF US, BOBBY... AND YOU KNOW IT!

NOW, GET CRACKING! THAT'S AN ORDER, X-MAN!

OF MIX-UPS, MONSTERS, AND MATRIMONY!

STAN LEE'S SOAPBOX

Remember last iss? Remember the promise I made you? I said I'd hit you with the most eagerly awaited announcement of the year right? Well, you've probably guessed it by now cause we've been mentioning it and hinting at it for months. I'm talking, natch about our most important single publication—the one you've been clamoring for all these years! It's not a magazine but a real honest-to-Forbush book destined to become the most prized best seller of the decade! The title tells you the whole bit: THE ORIGIN OF MARVEL COMICS! It's a prestige library edition published by Simon and Schuster scheduled to go on sale in bookstores throughout the free world some time in October! We're not sure of the price yet but it won't be cheap—so start saving your shekels, sahib! It's bigger than 200 pages, containing the unabridged origins of The Fantastic Four Spidey The Hulk and more, more more—handsomely printed in rich, full, glorious color! Also, not only does it contain the most anxiously awaited strips of all time but you'll also find page after page of behind-the-scenes bombshells giving you the real, uncensored scoop on how Marvel Comics was born! Every page is dynamite—and every word is true! I oughta know—I'm the guy who wrote it! It names names and spares no punches. THE ORIGIN OF MARVEL COMICS—is on sale this fall! If you've a bad memory, don't worry about it. There's always the chance that we'll remind you again in the next few months (Like on every other page!) Oh, and before I forget—let me toss a word of appreciation to the wonderful gang at Worcester Polytech University in Massachusetts for the rollin' reception they gave me a few weeks ago. I couldn't tell if they were applauding my speech or stompin' to keep warm, but it was a blast no matter what! And now till we meet again, think peace—think love—think Marvel! It could be habit forming.

Excisor!

STEM! Special last minute announcement! Our 35¢ and 60¢ mags have gone the way of all flesh! In other words we're discontinuing 'em! But before you gulp that cyanide pill, friend, let us hasten to clue you in—we're just switching all our over sized epics to one size, one price: just 50¢ for 68 big pages, with a feature-length 30 page all new spectacular in almost every one of our nine

Giant-Size titles! Confused? Well, for the full fabulous details, you'll have to pick up this month's GIANT SIZE SPIDER-MAN #1 (co-starring DRACULA, who else?) — GIANT SIZE DEFENDERS #1, GIANT SIZE AVENGERS #1 or whatever else we happen to toss atcha. Then you'll know at least as much about this dramatic change-over as we do—and take it from us, that ain't much offendin' ITEM! This is it! The month when we present a dynamic new feature, which starts in the current issue of ASTONISHING TALES now on sale! First, though, that fabled picture worth a thousand words:



Okay, now that you've taken a gander at what our newest, maybe most offbeat hero yet looks like, we'll fill you in. He's DEATHLOK, THE DEMOLISHER—and he's part cyborg, part superhero, and maybe just a touch of monster, all rolled up into one pulsating package by RICH (Swash) BUCKLER, who conceived and drew the awesome origin tale, and Devil-May-Care DOUG MOENCH, who supplied some of the most unique scripting we've seen in a month of Mondays! Quite frankly, we think Deathlok's gonna take the waiting world by storm—and that's no hype! Pick up ASTONISHING TALES #25, and see for yourself why 1974 is already being heralded as THE MARVEL AGE OF COMICS—PHASE TWO! We're shifting into high gear, troops—but we're not going anywhere without you! ITEM! Hey, guess what! Looking over our ever frenetic schedule, we just noticed that this is the first time in many moons that we're not introducing any new mags—with the exception of a couple of 50¢ extravaganzas, and if you don't count one Deathlok the Demolisher—which, now that we think of it, doesn't leave us exactly standing still! Fact is, we're just slowing down to catch our breath for a little while, as we consolidate our line of 25¢ and 50¢ color comics—our 75¢ magazine masterpieces—our 40¢ CRAZY fun fest—that forthcoming Marvel Origins Book that Smiley told you about earlier—and a couple of other projects we can't even mention yet (mainly cause right now we can't remember what they are)! But, a few short weeks from now, don't be too surprised if it turns out we had another inspiration or three up our sleeve hear?

MARVELOUS MARVEL MINI ITEMS! Wedding bells are waking up that Bullpen Gang of ours! First over the Christmas holidays, it was Marriage Minded MURRAY FRIEDMAN, our hard working Assistant Production Manager who specializes in our 75¢ mags, to his lovely ADRIENNE (who, weirdly enough, is a former Hunter College lab partner of Rascally ROY'S own wife, JEAN). • Then, come January Merry GERRY CONWAY took a couple of days off from his super hero scripting to tie the connubial knot with Cute CARLA JOSEPH, Roy's super-secretary and general Gal Friday. Between Ger, who writes several of our mags a month (plus occasional science fiction paperbacks, including a forth coming series or two), and Carla, who's an off Broadway playwright in between her many Marvel chores, we've got a feeling that the Conways' neighbors on Manhattan's West Side are gonna be driven out of their skulls by the sound of two twin typewriters clackin' away night and day! Anyway, best wishes both to GERRY and CARLA, and to MURRAY and ADRIENNE—and somebody help our poor editor pick all that rice out of his shoes willya?

ITEM THE LAST! Next time around, we'll mention several more block bustin' bargains you can get once you've amassed a complete set of our much praised, much clipped MARVEL VALUE STAMPS! But, for now, we've just got room enough left to mention a few of our mammoth sized mags. So, till then—Save Energy! Subscribe, Already!

MIGHTY MARVEL MINI-CHECKLIST

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BUT, EVEN AS THE X-MEN MOVE INTO ACTION, ZERO HOUR FOR THE EARTH IS ALREADY DRAWING NEAR, AS...



WHAT CRAVEN COWARDS THESE DWELLERS IN THE OUTER WORLD BE!



AND YET... WELL MIGHT HE TREMBLE IN ABJECT FRIGHT BEFORE... GROTESK, THE SUB-HUMAN!

FOR, WHEN I FIND THE WEAPON I SEEK... I SHALL OBLITERATE THIS VERY PLANET... AND ALL THAT DWELL UPON IT!



SOON, IN THE TOP-SECRET X-MEN HQ...

JEANIE! ARE

WE GLAD YOU'RE STILL AWAKE! WHERE'S THE PROFESSOR? WE'VE GOT TO TALK TO HIM!

THEN, AFTER THE BOYS HAVE RELATED THEIR RECENT DISCOVERY TO JEAN GREY...

AND, YOU WANT ME TO GO BACK WITH YOU... TO RENDEZVOUS WITH SCOTT AND HANK?

I... I'D LIKE TO COME ALONG... BUT I CAN'T!

CAN'T... OR WON'T, LADY? I DON'T THINK YOU'RE LEVELING WITH US!

THAT STORY ABOUT THE PROF CUTTING OUT WON'T HOLD WATER!

THINK WHAT YOU WANT TO, WARREN... I STILL CAN'T GO WITH YOU!

BUT, YOU MUST BELIEVE ME.... I'M TERRIBLY WORRIED-- WORRIED ABOUT YOUR SAFETY!

YEAH! IT SHOWS ALL OVER!



AND, TAKE IT FROM US, TIGER... RIGHT ABOUT NOW, THE EARTH COULD USE A BIT OF CARING, AS.

THE DEVICE WHICH CAUSED THE EARTH TREMOR WAS GONE... SO I RETURNED HERE!

BUT WHEN THE SURFACE-DWELLER I CAPTURED REVIVES, I SHALL...

WHAT KINDA CRAZY DREAM DID I HAVE... I...

SO, SNIVELING ONE YOU HAVE AWAKENED!

TELL ME WHERE YOUR WEAPON IS TO BE FOUND OR...

IT. IT WASN'T A DREAM THAT I HAD, AFTER ALL...

IT'S HIM!

DO NOT SPEAK IN RIDDLES, WORM! TELL ME WHAT I WISH TO KNOW. OR I SHALL CRUSH YOU WITH MY BARE HANDS!

BUT... BUT I DON'T KNOW WHERE IT...

PUT HIM DOWN, GROTESK!

SUDDENLY, AT THE TONE OF FEARLESS COMMAND IN THE UNEXPECTED VOICE THE DENZEN OF THE CAVERNOUS DEPTHS WHIRLS...

IT IS ONE WHOM I FOUGHT BEFORE... AND HE HAS BROUGHT YET ANOTHER PUNY SURFACE-DWELLER WITH HIM TO CHALLENGE ME--THE SUB-HUMAN!!

YOU'VE SUMMED UP THE SITUATION MOST ADMIRABLY YOU GORILLA-FACED GARGOYLE!

STAND ASIDE, CYCLOPS! THE BELLIGERENT BEAST HAS A BIT OF SCORE-SETTLING TO DO!

NO, HANK! WE ATTACK AS A TEAM!

WE'VE GOT TO HOLD HIM OFF... KEEP HIM AT BAY TILL THE OTHERS GET HERE!

ONE. TWO... OR A HUNDRED! IT MAKES NO DIFFERENCE! GROTESK SHALL DESTROY FIRST YOU...

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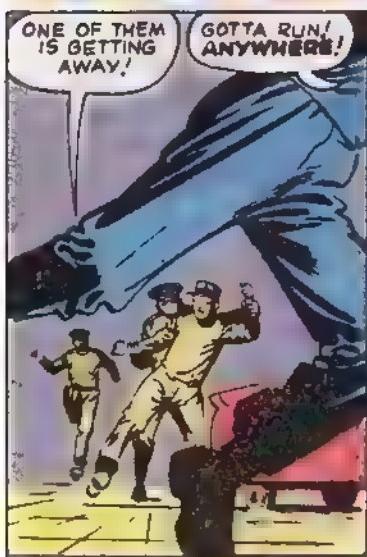
IT MUST BE A
TERRIBLE THING TO
BE SENTENCED TO
LIFE IN PRISON!
BUT ON THE OTHER
HAND, THERE ARE
MANY STRANGE
WAYS TO **SERVE**
A SENTENCE!



STORY: STAN
LEE
ART: STEVE
DITKO

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IN EVERY AGE, IN EVERY LAND,
MAN KIND HAS BEEN PLAGUED
WITH CRIME! EVEN A CENTURY
FROM NOW, IN THE YEAR 2074,
WE FIND A GANG OF CAR THIEVES
AT WORK...



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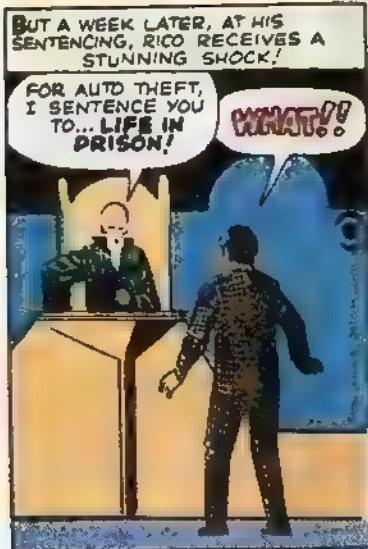
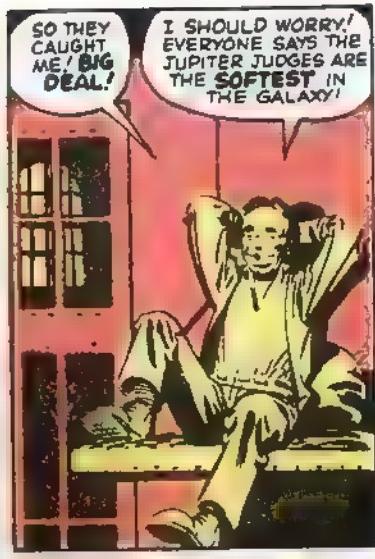
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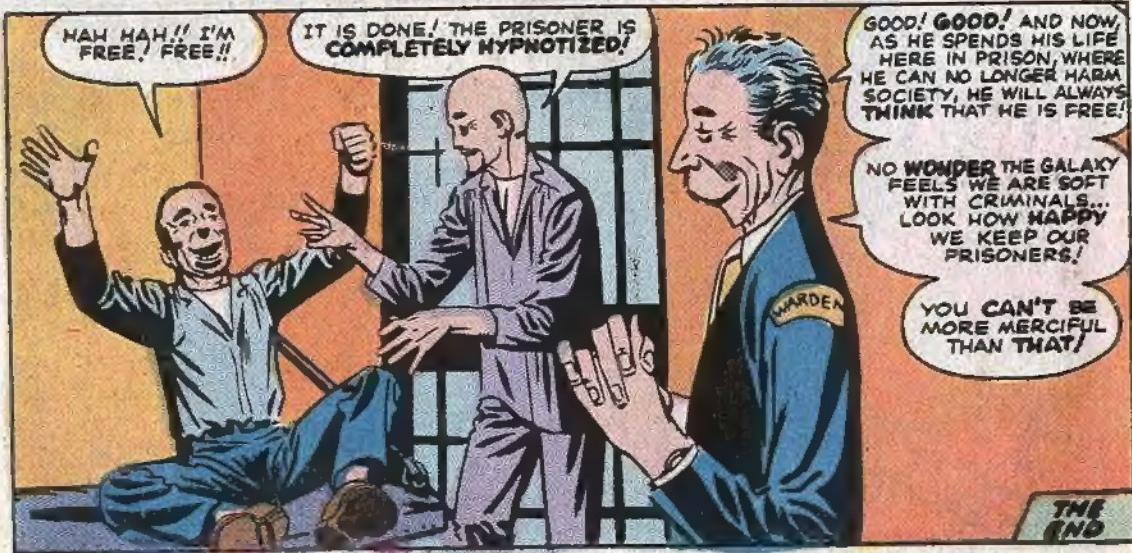
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